

**EXHIBIT C**

**Peter C. Lewis Declaration**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

<b>In re:</b>	§ § § § § § §	<b>Chapter 11</b>
<b>CORE SCIENTIFIC, INC., <i>et al.</i>,</b>		<b>Case No. 22-90341 (DRJ)</b>
<b>Debtors.<sup>1</sup></b>		<b>(Jointly Administered)</b>

**DECLARATION OF PETER C. LEWIS IN SUPPORT OF THE  
DEBTORS' APPLICATION FOR ENTRY OF AN ORDER AUTHORIZING THE  
RETENTION AND EMPLOYMENT OF SCHEEF & STONE, L.L.P. AS COUNSEL TO  
THE BOARD OF DIRECTORS OF CORE SCIENTIFIC, INC.,  
EFFECTIVE AS OF THE PETITION DATE**

I, Peter C. Lewis, under penalty of perjury, declare as follows to the best of my knowledge, information, and belief:

1. I am an attorney admitted to practice in the State of Texas, and I am a partner with the law firm of Scheef & Stone, L.L.P. (“**Scheef & Stone**”). Scheef & Stone is a law firm of approximately sixty (60) attorneys with its principal office in Dallas, Texas. There are no disciplinary proceedings pending against me.

2. I am duly authorized to make this declaration (the “**Declaration**”) on behalf of Scheef & Stone in support of the Application (the “**Application**”) of the Debtors for authority to retain and employ Scheef & Stone as counsel for the Board of Directors of Core Scientific, Inc.

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1 The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Core Scientific Mining LLC (6971); Core Scientific, Inc. (3837); Core Scientific Acquired Mining LLC (N/A); Core Scientific Operating Company (5526); Radar Relay, Inc. (0496); Core Scientific Specialty Mining (Oklahoma) LLC (4327); American Property Acquisition, LLC (0825); Starboard Capital LLC (6677); RADAR LLC (5106); American Property Acquisitions I, LLC (9717); and American Property Acquisitions, VII, LLC (3198). The Debtors’ corporate headquarters and service address is 210 Barton Springs Road, Suite 300, Austin, Texas 78704.

(“**Board**”), effective as of the Petition Date, under the terms and conditions set forth in the Application. I submit this Declaration in accordance with sections 327(e) and 328(a) of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016(b), and Local Rule 2014-1. Except as otherwise noted, I have personal knowledge of the matters set forth herein.

### **Scheef & Stone’s Qualifications**

3. Based on the circumstances, the Board has determined that it is necessary to engage counsel independent from the Debtors’ legal counsel for it to execute faithfully its responsibilities and duties in connection with these chapter 11 cases. In this regard, the Board has determined to retain the law firm of Scheef & Stone.

4. Scheef & Stone has extensive experience advising, amongst others, officers, directors, managing members, and managing partners on various matters in the exercise of their fiduciary duties, including the exercise of such duties in connection with restructurings, chapter 11 cases and/or related issues.

5. Furthermore, attorneys from Scheef & Stone have extensive experience and knowledge in the area of business reorganizations under chapter 11 of the Bankruptcy Code, including the representation of companies (public and private), municipalities, and/or directors and/or officers, in connection with restructurings, reorganizations, and Bankruptcy Code cases, including, e.g., the following matters:

- i. *In re: AMR Corporation, et al.*; Case No. 11-15463; United States Bankruptcy Court for the Southern District of New York (counsel to City of Fort Worth, Texas & AllianceAirport Authority, Inc.);
- ii. *In re: Energy Future Holdings, Corp., et al.*; Case No. 14-10979; United States Bankruptcy Court for the District of Delaware (assisted as co-counsel to lead counsel on certain discrete matters);

- iii. *In re: Caprock Oil Tools, Inc.*; Case No. 17-80109; United States Bankruptcy Court for the Southern District of Texas (counsel to debtor); and
- iv. *In re: PFO Global, Inc., et al.*; Cause No. 17-30355; United States Bankruptcy Court for the Northern District of Texas (counsel to officers and directors).

### **Scope of Services**

6. Subject to further order of the Court, the Debtors request authority to retain and employ Scheef & Stone to provide the following legal services to the Board, including:

- a. assist the Board with restructuring and litigation matters, including any interactions with the Creditors' Committee as they relate to the Investigation;
- b. prepare pleadings in connection with the chapter 11 cases, including motions, applications, answers, orders, reports and other papers necessary or otherwise beneficial to meet the objectives of the Board in connection with the Investigation, including prosecuting litigation on behalf of the Debtors and their estates;
- c. advise the Board with respect to his rights, powers and duties;
- d. appear before the Court and any other courts to represent the interests of the Board before such courts; and
- e. attend meetings and represent the Board in negotiations with the Debtors, representatives of creditors, and other parties in interest.

### **Professional Compensation**

7. Subject to this Court's approval and in accordance with sections 330 and 331 of the Bankruptcy Code, the applicable Bankruptcy Rules, the Local Rules, and other procedures that may be fixed by the Court, Scheef & Stone will be compensated on an hourly basis and will receive reimbursement of actual and necessary expenses incurred in connection with its representation of the Board in these chapter 11 cases. Furthermore, Scheef & Stone intends to apply for compensation for professional services rendered in connection with these chapter 11 cases, subject to this Court's approval, and in compliance with the applicable provisions of the Bankruptcy Code, the

Bankruptcy Rules, the Local Rules, and any other applicable orders issued by this Court, on an hourly basis, plus reimbursement of all actual, necessary expenses and other charges incurred by Scheef & Stone in connection with these chapter 11 cases.

8. Scheef & Stone will bill at its standard hourly rates in effect when services are provided. Scheef & Stone's current hourly rates for matters related to or similar to these chapter 11 cases range as follows:

Billing Category	Hourly Rates Range
Partners	\$400.00 - \$725.00
Associates	\$290.00 - \$400.00
Paraprofessionals	\$150.00

9. The Debtors and the Board believe that these rates are consistent with market rates for comparable services and understand that Scheef & Stone sets its hourly rates on an annual basis after consulting with various independent market sources. These rates are set at a level designed to compensate Scheef & Stone fairly for the work of its attorneys and paraprofessionals and to cover fixed and routine expenses.

10. While the foregoing hourly rates were effective as of January 1, 2023, Scheef & Stone's billing rates are subject to periodic adjustments (typically in January of each year) to reflect economic and other conditions. This annual adjustment is in accordance with the firm's ordinary practice. As discussed herein, Scheef & Stone was retained by the Board on December 13, 2022, and during the prepetition period, Scheef & Stone's billed the Board using its hourly rates in effect at that time. Scheef & Stone billing rates have not changed or increased between December 13, 2022, and the date hereof, except to reflect annual rate increases and/or as disclosed herein.

11. Subject to this Court's approval, Scheef & Stone will also bill for, and maintain detailed records of, actual and necessary costs and expenses incurred in connection with the legal services described above. Consistent with Scheef & Stone's policy regarding its other clients, Scheef & Stone will charge for all other services provided and for other charges and disbursements incurred in the rendition of such services. These charges and disbursements include, among other things, costs for photocopying, telephone calls, travel, travel-related expenses, computerized research, messengers, couriers, and postage. From time to time, Scheef & Stone's employees may be required to work after business hours and during the weekend. Scheef & Stone generally invoices clients for reasonable meals and transportation to or from the office related to work performed during such time on behalf of the applicable client. If the Local Rules or the other applicable orders and procedures of this Court do not permit reimbursement of any of the foregoing expenses (or provide for additional or different requirements in respect thereof), the Debtors respectfully request that this Court waive any *per se* prohibition or requirements other than that such expenses be actual and reasonable.

#### **Statement Regarding U.S. Trustee Guidelines**

12. The following information is provided in response to the request for additional information set forth in section D(1) of the Revised UST Guidelines:

**Question:** Did you agree to any variations from, or alternatives to, your standard or customary billing arrangements for this engagement?

**Response:** No. The hourly rates set forth in the Application are consistent with the rates that Scheef & Stone charges other comparable chapter 11 clients, and the rate structure provided by Scheef & Stone is appropriate and is not significantly different from (a) the rates that Scheef & Stone charges in other non-bankruptcy representations or (b) the rates of other comparably skilled professionals for similar engagements, except to the extent that Mr. Lewis' rate was increased to his then projected 2023 rate.

**Question:** Do any of the professionals included in this engagement vary their rate based on the geographic location of the bankruptcy case?

**Response:** No.

**Question:** If you represented the client in the 12 months prepetition, disclose your billing rates and material financial terms for the prepetition engagement, including any adjustments during the 12 months prepetition. If your billing rates and material financial terms have changed postpetition, explain the difference and reasons for the difference.

**Response:** As disclosed above, pursuant to the terms of the Scheef & Stone Engagement Letter, Scheef & Stone has represented the Board since December 13, 2022, as described herein. Scheef & Stone's billing rates have not changed or increased between December 13, 2022, and the date hereof, except as set forth above and/or for annual year end increases.

**Question:** Has your client approved your prospective budget and staffing plan, and, if so, for what budget period?

**Response:** Not yet.

#### **Compensation Received by Scheef & Stone's from the Board**

13. As set forth above, Scheef & Stone has represented the Board since on or about December 13, 2022, in connection with its restructuring and pending chapter 11 cases. A copy of the Scheef & Stone's Engagement Letter is attached hereto as **Exhibit B**. As set forth herein, Scheef & Stone received a retainer in the aggregate amount of seventy-five thousand and 00/100 Dollars (\$75,000.00) (the "**Retainer**") to cover compensation for fees and reimbursement for expenses related to such services in accordance with the Scheef & Stone's Engagement Letter and its customary billing practices in the aggregate.

14. In addition, prior to the Petition Date, Scheef & Stone drew on the Retainer in the amount of sixteen thousand four hundred eighty and 00/100 Dollars (\$16,480.00).

**Scheef & Stone's Disinterestedness**

15. Section 327(e) of the Bankruptcy Code requires that proposed counsel “not represent or hold any interest adverse to the debtor or to the estate with respect to the matter on which such attorney is to be employed.” 11 U.S.C. §327(e). As set forth in the Lewis Declaration, Scheef & Stone conducted a thorough conflicts analysis with respect to individuals and entities that may be parties in interest in these chapter 11 cases. To the best of his knowledge, information, and belief, neither Scheef & Stone, nor any Scheef & Stone’s professional working on or connected to the Scheef & Stone’s engagement has a conflict with the Debtors, their creditors, or any other party in interest in these chapter 11 cases, or their respective attorneys or accountants.

16. In connection with its proposed retention by the Board, Scheef & Stone, undertook a thorough review of its computerized database (the “**Conflicts Database**”) to determine whether it had any conflicts or other relationships that might cause it not to be disinterested or to hold or represent an interest adverse to the Debtors.

17. In connection with preparing this Declaration, I submitted to the Conflicts Database the names of the individuals and entities identified on **Schedule 1** (all such parties, collectively, the “**Searched Parties**”). As may be necessary, Scheef & Stone will supplement this Declaration if it becomes aware of a relationship that may adversely affect Scheef & Stone’s retention in these chapter 11 cases or otherwise should be disclosed.

**Scheef & Stone's Connections with Parties in Interest  
in Matters Unrelated to These Chapter 11 Cases**

18. After a review of the reports generated by the firm’s conflicts check system, no attorney at Scheef & Stone presently represents any of the Searched Parties, except as detailed below:



- a. Set forth on **Schedule 2** annexed hereto is a list of those Searched Parties from **Schedule 1** that Scheef & Stone either (a) currently represents (or represents a related party thereto) (the “**Current Clients**”) in matters wholly unrelated to these chapter 11 cases.

19. As part of its diverse practice, Scheef & Stone appears in cases, proceedings, and transactions involving many different professionals, including attorneys, accountants, financial consultants, and investment bankers, some of which may represent claimants and parties in interest in the Debtors’ chapter 11 cases. In addition, Scheef & Stone may have in the past or may currently be representing other professionals involved in these chapter 11 cases in matters unrelated to these chapter 11 cases. Based on our current knowledge of the professionals involved, Scheef & Stone does not represent or have a relationship with any attorneys, accountants, financial consultants, or investment bankers that would be materially adverse to the Board, the Debtors, or their estates on matters upon which Scheef & Stone is to be employed and none are in connection with these chapter 11 cases.

20. Scheef & Stone and certain of its partners, counsel, and associates also may have in the past represented, may currently represent, and likely in the future will represent creditors, equity security holders, or other parties in interest in these chapter 11 cases in connection with matters unrelated (except as otherwise disclosed herein) to the Board, the Debtors, and these chapter 11 cases. Scheef & Stone believes that its representation of such creditors, equity security holders, or other parties in interest in such unrelated matters will not affect its representation of the Board in these proceedings.

21. Neither I nor Scheef & Stone has represented or will represent any entity or person in connection with these chapter 11 cases, and neither I nor Scheef & Stone will accept any fee from any other party or parties in these chapter 11 cases, except as otherwise described

herein.

22. Based on the conflicts search conducted to date and described herein, to the best of my knowledge, neither I, Scheef & Stone, nor any partner, counsel, or associate thereof, insofar as I have been able to ascertain, have any connection with the Board, the Debtors, their creditors, or any other parties in interest, their respective attorneys and accountants, the U.S. Trustee, any person employed with the U.S. Trustee, or any bankruptcy judge currently serving on the United States Bankruptcy Court for the Southern District of Texas, except as disclosed or otherwise described in Schedule 2. None of the representations described herein are materially adverse to the interests of the Board, the Debtors, or the Debtors' estates. Pursuant to section 327(c) of the Bankruptcy Code, Scheef & Stone is not disqualified from acting as the Board's counsel as a result of such representation.

23. Additionally, to the best of my knowledge and information based on the responses received, no member or employee of Scheef & Stone holds any of the Debtors' debt or equity securities nor is any member or employee of Scheef & Stone an insider of the Debtors.

24. Scheef & Stone will periodically review its files during the pendency of these chapter 11 cases to ensure that no conflicts or other disqualifying circumstances exist or arise. If any new relevant facts or relationships are discovered or arise, Scheef & Stone will use reasonable efforts to identify such further developments and will promptly file a supplemental declaration, as required by Bankruptcy Rule 2014(a).

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Executed on this 20th day of January, 2023.

/s/ Peter C. Lewis  
Peter C. Lewis

**Schedule 1**

**Retention Checklist**

- Debtors
- Debtors' Trade Names and Aliases (up to 8 years) (a/k/a, f/k/a, d/b/a)
- Bank Accounts
- Bankruptcy Judges and Staff for the Southern District of Texas
- Bondholders/Noteholders/Indenture Trustees
- Clerk of the Court for the Southern District of Texas
- Contract Counterparties (includes patents and intellectual property)
- Current Officers and Directors
- Affiliation of Current Officers and Directors
- Benefit Providers (Workers Compensation/Pension Plans/Third Party Administrators)
- Debtors Professionals (law firms, accountants and other professionals)
- Former Officers and Directors
- Insurance/Insurance Broker/Insurance Provider/Surety Bonds
- Landlords and Parties to Leases
- Lenders
- List of the Top 30 Unsecured Creditors
- List of the Creditors Holding the Top 100 Largest Unsecured Claims (Excluding Insiders)
- List of 5 Largest Secured Claims
- Litigation Counterparties/Litigation Pending Lawsuits (includes threatened litigation)
- Non-Debtor Affiliates and Subsidiaries
- Non-Debtor Professionals
- Official Committee of Unsecured Creditors
- Other Parties in Interest (Notice of Appearance Parties, and any other person or group appointed)
- Ordinary Course Professionals
- Other Secured Parties (Letters of Credit/ Issuers of Letters of Credit)
- Partnerships (if debtors is a partnership, its general and limited partners)
- Regulatory and Government Authorities
- Secured Creditors
- Significant Competitors
- Significant Customers and Contract Counterparties
- Significant Shareholders (more than 5% of equity)
- Significant Vendors/Suppliers
- Taxing Authorities
- U.S. Attorney's Office for the Southern District of Texas
- UCC Search Results/UCC Lien Search Results
- Unions N/A
- United States Trustee and Staff for the Southern District of Texas
- Utility Providers/Utility Brokers

**Potential Parties in Interest**

**Debtors:**

Core Scientific Mining LLC  
Core Scientific, Inc.  
Core Scientific Acquired Mining LLC  
Core Scientific Operating Company Radar Relay, Inc.  
Core Scientific Specialty Mining (Oklahoma), LLC  
American Property Acquisition, LLC  
Starboard Capital LLC  
RADAR LLC  
American Property Acquisitions I, LLC  
American Property Acquisitions VII, LLC

**Debtors' Trade Names and Aliases (up to 8 years) (a/k/a, f/k/a, d/b/a):**

155 Palmer Lane, LLC  
Blockcap, Inc.  
Core Scientific Holdings Co.  
Core Scientific, Inc.  
GPU One Holdings, LLC  
Mineco Holdings, Inc.  
Power & Digital Infrastructure Acquisition Corp.  
Radar Relay, LLC  
XPDI

**Bank Accounts:**

Bank of America  
City National Bank  
Bremer Bank

**Bankruptcy Judges and Staff for Southern District of Texas:**

Judge David R. Jones  
Judge Marvin Isgur  
Judge Christopher M. Lopez  
Judge Jeffrey P. Norman  
Judge Eduardo V. Rodriguez  
Peter Bray  
Jason Marchand  
Albert Alonzo  
Rosario Saldan  
Christina Bryan  
Melissa Morgan-Faircloth  
LinhThu Do  
Mario Rios  
Yvonne Ho  
Samantha Warda

Dena Hanovice Palermo  
Carol Felchak  
Jeannie Chavez  
Sam S. Sheldon  
Shannon Jones

**Bondholders/Noteholders/Indenture Trustees:**

U.S. Bank National Association

**Clerk of the Court for Southern District of Texas:**

Darlene Hansen  
Nathan Ochsner

**Contract Counterparties (includes patents and intellectual property)**

(See Significant Customers and Contract Counterparties)

**Current Officers and Directors:**

Carol Haines  
Darin Feinstein  
Denise Sterling  
Jarvis Hollingsworth  
Jeff Pratt  
Jeff Taylor  
Katharine ("Katy") Hall  
Kneeland Youngblood  
Krista Rhynard  
Kyle Buckett  
Lynn Burgener  
Matthew Brown ("Matt")  
Matthew Minnis ("Matt")  
Michael Bros  
Michael Levitt ("Mike")  
Neal P. Goldman  
Russell Cann  
Steve Gitlin  
Todd DuChene  
Weston Adams

**Affiliation of Current Officers and Directors:**

Baylor Health Care System Foundation  
California Institute of Technology (Caltech)  
Diamond Offshore Drilling, Inc.  
Kayne Anderson BDC, LLC  
Kayne Anderson Capital Advisors, L.P.

Kayne Anderson Energy Infrastructure Fund  
Inc. (KYN)  
Kayne Anderson NextGen Energy &  
Infrastructure Inc. (KMF)  
Laredo Petroleum, Inc.  
Mackay Shields, LLC  
Mallinckrodt Pharmaceuticals  
Memorial Hermann Hospital System  
Och Ziff Capital Management, LP  
Pledgeling Technologies  
Prostate Cancer Foundation  
Scientific Games Corporation  
Southwestern Medical Foundation  
Talos Energy, Inc.  
Teacher Retirement System of Texas  
The Council on Foreign Relations  
The Music Acquisition Corp  
TPG Pace Beneficial Finance Corporation I and  
II  
Weatherford International

**Benefit Providers:**

(Workers Compensation/ Pension Plans  
/Third Party Administrators)

Aetna  
Aflac  
Allstate Benefits  
American Security and Protection Services LLC  
Blue Cross Blue Shield CA  
Blue Cross Blue Shield NC  
BNY Mellon Bank  
Chubb Personal Excess Liability Insurance  
Citibank (Administered by PayFlex)  
Delta Dental  
Expensify Payments LLC  
Farmers Group Select Home & Auto Insurance  
Florida Blue  
Globalization Partners Professional Services  
Group Health Aetna  
Guardian  
Kaiser Permanente  
MetLife  
Optum Bank  
Securitas Security Services USA, Inc.  
TriNet - COBRA  
TriNet HR III, LLC  
Tufts  
UnitedHealthcare ("UHC")  
Vision Service Plan ("VSP")

**Debtors Professionals:**

AlixPartners LLP  
PJT Partners LP  
Stretto, Inc.  
Weil, Gotshal & Manges LLP

**Former Officers and Directors:**

Aber Whitcomb  
Alan Curtis  
Brandon Curtis  
Brett Harrison  
Brian Neville  
Bryce Johnson  
Caleb Tebbe  
Christel Sice  
Christy Barwick  
Clark Swanson  
Colin Crowell  
Dan Christen  
Devon Eldridge  
George Kollitides  
Harlin Dean  
Kevin Turner  
Larry Rudolph  
Matthew Bishop  
Michael Truzpek  
Peter Dorrius  
Peter J. Novak  
Peter Sladic  
Sharon Orlopp  
Stacie Olivares

**Insurance/Insurance Broker/Insurance  
Provider/Surety Bonds:**

AmTrust  
AON  
Arch Specialty Ins. Co (via AmWins)  
Ascot Syndicate No. 1414 (Ethos via AmWins)  
Aspen Specialty Ins. Co (via AmWins)  
AXIS Surplus Ins. Co (via Amwins)  
Beazley (Lloyd's Syndicate 2623)  
Beazley (Lloyd's Syndicate No. 2623 (Beazley  
UK)  
Beazley Insurance Company  
Berkley National Insurance Company  
Berkley Prof Liability  
Berkshire Hathaway Specialty Ins. Company  
CAC Specialty  
Columbia Casualty Company (CNA)

Endurance American Specialty Insurance Company (Sompo)  
 Federal Insurance Company (Chubb)  
 General Casualty Co of WI (QBE)  
 Harco National Insurance Company (360)  
 Hiscox Insurance Company  
 Kinsale Insurance Company (via Amwins)  
 Landmark American Insurance Company (RSUI via Amwins)  
 Lexington Insurance Company (AIG) via RT Specialty  
 Lexington Insurance Company (via Amwins)  
 Lloyd's Syndicate No. 2623 (Beazley UK)  
 National Union Fire Ins. Co of Pittsburgh (AIG)  
 Navigators Insurance Co (Hartford)  
 Obsidian Specialty Insurance Company (Orion via RT Specialty)  
 Pennsylvania Insurance Company (Applied via RT Specialty)  
 Policies Held by PEOs TriNet and Globalization Partners  
 QBE Insurance Corporation  
 Starr Indemnity & Liability Co  
 Swiss Re Corporate Solutions Capacity Ins. Corp (via Amwins)  
 The Princeton Excess & Surplus Lines Ins. Co (Munich Re via Amwins)  
 U.S. Customs and Border Protection  
 Vantage Risk Specialty Insurance Company (RT Specialty)  
 Wright National Flood Ins. Co (NFIP)  
 XL Specialty Ins. Co.

**Landlords and Parties to Leases:**

Cheryl Ogle & the Crystal Ogle Management Trust  
 City of Denton  
 Dalton-Whitfield Joint Development Authority  
 Elmington Property Management LLC  
 Elmington Property Mgmt. LLC - Monarch Apartments  
 Hannig Row Partnership  
 Hudson GRC LLC  
 Hurd Real Estate Associates  
 Jobe Ranch Family Limited Partnership, Lessor (11/15/2021)  
 Jobe Ranch Family Limited Partnership  
 Liberty Point Apartments  
 Minnkota Power Cooperative Inc.

Minnkota Power Cooperative, Lessor (Commercial Lease, Ground Lease)  
 Mobley Holdings LLC - Liberty Point Apartments  
 Monarch Apartment Homes  
 Ncredible Properties  
 Nodak Electric Cooperative  
 Nodak Electric Cooperative Inc.  
 Peerless Events & Tents LLC  
 SRPF A QR Riversouth LLC  
 The District  
 The Preserve at Spring Creek  
 Tien Yun Investments, LLC (dba TY Properties)  
 Worksmith, Inc.

**Lenders:**

1994 Steinfeld Family Trust  
 36th Street Capital  
 ACM ELF ST, LLC (Atalaya)  
 Amplify Transformational Data Sharing ETF  
 Anchorage Lending CA, LLC  
 Andrew Rosen 2004 Successor Insurance Trust  
 Apollo Centre Street Partnership, L.P.  
 Apollo Lincoln Fixed Income Fund, L.P.  
 Apollo Moultrie Credit Fund, L.P.  
 Apollo Tactical Value SPN Investments, L.P.  
 Arctos Credit, LLC  
 B. Riley Bridge Loan  
 B. Riley Commercial Capital, LLC  
 Bank of the West  
 Barings BDC, Inc.  
 Barings Capital Investment Corporation  
 Barings Private Credit Corp  
 Barkley Investments, LLC  
 Better Downtown Miami LLC  
 Birch Grove Strategies Master Fund LP  
 BlackRock Credit Alpha Master Fund L.P.  
 BlockFi  
 BlockFi A  
 BlockFi B  
 BlockFi Lending, LLC  
 Bremer Bank  
 BRF Finance Co., LLC  
 Brown Corporation  
 Cannon Investments LLC  
 Celsius Core LLC  
 Corbin Opportunity Fund, L.P.  
 Cryptonic Black, LLC  
 David Sarner  
 De Lage Landen Financial Services, Inc.  
 Dell Financial Services L.L.C.

Douglas Lipton  
 Ferro Investments Ltd.  
 FGK Investments Ltd.  
 Fidelity Capital Corp.  
 First Sun Investments, LLC  
 Frank Pollaro  
 FTF Diversified Holdings, LP  
 Galaxy Digital LP  
 Garic Limited  
 Genesis Global Capital, LLC  
 Genesis Global Capital, LLC #1  
 Greensledge Merchant Holdings, LLC  
 Gullane Capital Partners, LLC  
 Gullane Digital Asset Partners OP, LLC  
 Gullane Digital Asset Partners, LLC  
 HC NCBF Fund  
 Holliswood, LLC  
 Ibex Partners (Core) LP  
 ICG CoreSci Holdings, LP  
 Indigo Direct Lending, LLC  
 James Pulaski  
 Jason Capello  
 John Badger Quinn  
 John P. Joliet  
 JPAS - Credit LLC ("JPAS" is Jordan Park  
     Access Solutions)  
 JPAS - Crypto Infrastructure-A S.P.  
 JSK Partnership LLC  
 Kensico Associates, L.P.  
 Kensico Offshore Fund Master, Ltd  
 KMR CS Holdings, LLC  
 Leon J. Simkins Non-Exempt Trust FBO  
     Michael Simkins  
 Levbern Management LLC  
 Liberty Commercial Finance, LLC  
 Liberty Stonebriar  
 Marsico AXS CS LLC  
 Mass Mutual Barings  
 Massachusetts Mutual Life Insurance Company  
 Milos Core LLC  
 Monbanc Inc.  
 Neso Investment Group Ltd  
 North Mill Equipment Finance  
 North Star Leasing  
 Northdata Holdings Inc.  
 Novak  
 NYDIG  
 OIP SPV Core Scientific, LLC  
 Omega Interceptor Restricted Ltd  
 Pescadero Capital, LLC

Prime Alliance Bank  
 Richard Katz 2016 GST Trust  
 Robert Fedrock  
 Sabby Volatility Warrant Master Fund, Ltd.  
 SRPF A QR Riversouth LLC  
 Stonebriar Commercial Finance LLC  
 Stonebriar Finance Holdings LLC  
 SunnySide Consulting and Holdings, Inc.  
 TBC 222 LLC  
 Tech Finance Corporation  
 The Kimmel Family Foundation  
 The Michael O. Johnson Revocable Trust  
 The Obsidian Master Fund  
 The Sear Family 1996 Trust  
 The William R. Guthy Separate Property Trust  
 TJC3 LLC  
 Toyota Commercial Finance  
 Transatlantic Mobility Holdings II LLC  
 Trinity Capital Inc.  
 U.S. Bank National Association  
 VFS LLC  
 Vineet Agrawal  
 Wilmington Savings Fund Society, FSB  
 Wolfswood Holdings LLC  
 Wormser Family Partnership II, LP  
 Wormser Family Partnership 11, LP  
 XMS Core Convert Holdings LLC

**List of the Top 30 Unsecured Creditors:**

AAF International  
 Amazon Web Services Inc.  
 Bergstrom Electric  
 BRF Finance Co., LLC  
 CDW Direct  
 CES Corporation  
 Cherokee County Tax Collector  
 Cooley LLP  
 Dalton Utilities  
 DK Construction Company  
 Duke Energy  
 FlowTx  
 Gensler  
 Harper Construction Company, Inc.  
 Herc Rentals  
 Kentucky Department of Revenue  
 LiveView Technologies Inc.  
 Marshall County Sheriff  
 McDermott Will and Emery LLP  
 Moss Adams LLP  
 OP



Priority Power Management, LLC  
 Reed Wells Benson and Company  
 Securitas Security Services USA Inc.  
 Shell Energy Solutions  
 Sidley Austin LLP  
 Tenaska Power Services Co  
 Tenet Solutions  
 Trilogy LLC  
 U.S. Customs and Border Patrol

**List of the Creditors Holding the Top 100  
 Largest Unsecured Claims (Excluding  
 Insiders):**

A to Z pest Control and Services  
 AAF International  
 AccuForce HR Solutions LLC  
 Acme Tools  
 Altru Health System  
 Amazon Business  
 Amazon Web Services Inc.  
 American Paper and Twine Co  
 American Security and Protection Service LLC  
 AT&T  
 Averitt Express Inc.  
 Bearden Industrial Supply  
 Bergstrom Electric  
 BlockFi Lending LLC  
 C & W Facility Services, Inc.  
 C.H. Robinson Company, Inc.  
 Callahan Mechanical Contractors Inc.  
 Carolina Recycling & Consulting LLC  
 CES Corporation  
 Charter Communications, Inc. (dba Spectrum)  
 Cherokee County Tax Collector  
 City of Calvert City  
 Collier Electrical Service Inc.  
 ComputerShare Inc.  
 Condair Inc  
 Dakota Carrier Network  
 Data Sales Co Inc.  
 Delaware Secretary of State  
 DJNR Interactive LLC  
 DK Construction Company  
 Draffen Mart Inc.  
 EPB of Chattanooga  
 Equinix Inc.  
 Equipment Depot of Kentucky Inc.  
 Frontier Communications America Inc.  
 Gensler  
 Globalization Partners LLC

GreatAmerica Financial Services  
 Grubhub Holdings Inc.  
 Hannan Supply Company Inc.  
 Herc Rentals  
 IEWC Global Solutions  
 Interstate Welding and Steel Supply  
 J W Didado Electric LLC  
 Jackson Purchase Energy Corporation  
 Jacob John Novak  
 Kelly Services Inc  
 Lattice  
 Lib Fin LLC  
 Lisa Ragan Customs Brokerage  
 Manpower  
 Marble Community Water System  
 Marnoy Interests Ltd.  
 Marshall County Sheriff  
 MassMutual Asset Finance LLC  
 Moss Adams LLP  
 Mountain Top Ice  
 Onyx Contractors Operations, LP  
 Optilink  
 Proctor Management  
 Reed Wells Benson and Company  
 Regional Disposal and Metal LLC  
 Resound Networks LLC  
 Ricks Rental Equipment  
 Robert Half Talent Solutions  
 Securitas Security Services USA Inc.  
 Slalom LLC  
 Snelling  
 Stonebriar Finance Holdings LLC  
 Supreme Fiber LLC  
 Technology Finance Corporation  
 Temps Plus of Paducah Inc.  
 Tenaska Colocation Services LLC  
 Tennessee Valley Authority  
 Truckload Connections, LLC  
 US Customs and Border Patrol  
 Waste Path Services LLC  
 Water Works C&R, LLC  
 XC Container LLC  
 ZetaMinusOne LLC

**List of 5 Largest Secured Claims:**  
 (See Significant Vendors/Suppliers)

**Litigation Counterparties/Litigation Pending  
 Lawsuits (includes threatened litigation):**  
 Benjamin Thomison & Alpha Asic

Harlin Dean  
Jonathan Barrett, et al.  
LV net, Mizrahi et al.  
McCarthy Buildings Companies, Inc.  
Mei Pang  
Sphere 3d  
Stayfirst Branding Agency

**Non-Debtor Affiliates and Subsidiaries:**

Core Scientific Partners GP, LLC (SMLLC)  
Core Scientific Partners, LP  
CSP Advisors, LLC (SMLLC)  
CSP Liquid Opportunities Fund, LP  
CSP Liquid Opportunities GP, LP  
CSP Liquid Opportunities Master Fund, LP  
CSP Liquid Opportunities Offshore Fund  
(Exempted Ltd)  
Team LLC  
XPDI Sponsor LLC

**Non-Debtors Professionals:**

Arnold & Porter Kaye Scholer LLP  
(Counsel for Prepetition Secured Lenders)  
Duane Morris LLP  
Ducera Partners  
(Proposed as Investment Banker for the  
Official Committee of Unsecured Creditors)  
Moelis & Company LLC  
Paul Hastings LLP  
(Counsel for Ad Hoc Group of Secured  
Convertible Noteholders)  
Skadden, Arps, Slate, Meagher & Flom LLP  
(Proposed Counsel for Ad Hoc Group of  
Equity Security Holders)  
Sidley Austin LLP  
(Counsel of NYDIG ABL LLC)  
Troutman Pepper Hamilton Sanders LLP  
(Counsel for Dalton Utilities)  
Willkie Farr & Gallagher LLP  
(Proposed Counsel for the Official  
Committee of Unsecured Creditors)

**Official Committee of Unsecured Creditor  
Members and Professionals:**

Willkie Farr & Gallagher LLP  
Ducera Partners  
Dalton Utilities  
Sphere 3D Corp.  
BRF Finance Co., LLC (a B. Riley affiliate)

**Other Parties in Interest:**

(See Other Parties in Interest (Notice of  
Appearance Parties, and any other person or  
group appointed))

**Notice of Appearance Parties/Interested  
Parties:**

36th Street Capital Partners, LLC  
Barings BDC, Inc. (as prepetition secured  
lenders)  
Barings Capital Investment Corporation (as  
prepetition secured lenders)  
Barings Private Credit Corp. (as prepetition  
secured lenders)  
BlockFi, Inc.  
CEC Energy Services LLC  
City of Denton  
Dalton Utilities  
GEM Mining 1, LLC  
GEM Mining 2, LLC  
GEM Mining 2B, LLC  
GEM Mining 3, LLC  
GEM Mining 4, LLC  
Harper Construction Company, Inc.  
Huband-Mantor Construction, Inc.  
Humphrey & Associates, Inc.  
Marnoy Interests, Ltd. d/b/a Office Pavilion, or  
Office Pavilion  
MP2 Energy Texas, LLC d/b/a Shell Energy  
Solutions  
NYDIG ABL LLC (f/k/a Arctos Credit, LLC)  
("NYDIG")  
Prime Alliance Bank, Inc.  
Priority Power Management, LLC  
Sphere 3D Corp.  
SRPF A QR Riversouth LLC  
Tenaska Power Services Co.  
Travis County (TX)  
Trinity Capital Inc.  
U.S. Bank National Association (as Prepetition  
Note Agent and Collateral Agent)  
Willkie Farr & Gallagher LLP  
(Proposed Counsel for the Official  
Committee of Unsecured Creditors)  
Wingspire Equipment Finance, LLC

**Ordinary Course Professionals:**

Akin Gump Strauss Hauer & Feld LLP  
Alston & Bird LLP  
Andersen Tax LLC

Bitmain Technology Inc.  
 Blue Ridge Law & Policy, P.C.  
 Campbells Regulatory Services Limited  
 CO Services Cayman Limited  
 Cooley LLP  
 CrossCountry Consulting LLC  
 CSS Partners, LLC  
 Cypress Advocacy, LLC dba Mindset  
 Deloitte & Touche LLP  
 Deloitte Tax LLP  
 Deloitte Transactions and Business Analytics  
 LLP  
 Ernst & Young LLP  
 Ernst & Young Product Sales LLC  
 Ernst and Young US LLP  
 Evercore Group LLC  
 Faegre Drinker Biddle and Reath LLP  
 Fishman Stewart PLLC  
 Frost, Brown Todd LLC  
 Gartner Inc.  
 Gasthalter and Co LP  
 Greenberg Traurig, LLP  
 Holland and Hart LLP  
 Ironclad, Inc.  
 Jackson Walker LLP  
 Kirkland and Ellis LLP  
 KPMG LLP  
 Marcum LLP  
 McDermott Will & Emery LLP  
 Mintz Group LLC  
 Morgan, Lewis & Bockius LLP  
 Moss Adams LLP  
 Murphy & Grantland, P.A.  
 NASDAQ Corporate Solutions, LLC  
 NAVEX Global, Inc.  
 Netgain Solutions, Inc.  
 Oracle America, Inc.  
 PricewaterhouseCoopers LLP  
 Prickett Jones and Elliott PA  
 Quinn Emanuel Urquhart & Sullivan, LLP  
 Registered Agent Solutions, Inc.  
 Resources Global Professionals  
 Richards Layton and Finger PA  
 Riverbend Consulting LLC  
 Rowlett Hill Collins LLP  
 Ryan & Associates  
 Ryan LLC  
 Sidley Austin LLP  
 Sitrick and Company  
 Snell & Wilmer

Sternhell Group  
 Williams & Connolly LLP  
 Workday, Inc.  
 Workiva Inc.  
 Frost, Brown Todd LLC

**Proposed Ad Hoc Group of Equity Security  
Holders and Professionals:**

Skadden, Arps, Slate, Meagher & Flom LLP  
 Custodian CSPB  
 Douglas Abrams  
 Eddie Griffin  
 Jay Deutsch  
 Lukasz Gottwald  
 Mark Beaven  
 The Rudolph Family Trust  
 Todd Deutsch  
 Two Trees Capital Limited BVI

**Other Secured Parties (Letters of Credit/  
Issuers of Letters of Credit):**

N/A

**Partnerships (if debtors is a partnership, its  
general and limited partners):**

N/A

**Regulatory and Government:**

(See Taxing Authorities)  
 Environmental Protection Agency  
 Internal Revenue Service (“IRS”)  
 Occupational Safety and Health Administration  
 Securities and Exchange Commission (“SEC”)  
 U.S. Customs and Border Protection

**Secured Creditors:**

ABLe Communications, Inc.  
 ComNet Communications, LLC  
 Consolidated Electrical Distributors, Inc. dba  
 Sun Valley Electric Supply  
 Coonrod Electric Co, LLC  
 Elliot Electric Supply, Inc.  
 Harper Construction  
 Housley Communications, Inc.  
 Huband Mantor Construction Inc.  
 Humprey & Associates, Inc.  
 LML Services dba FlowTx  
 McElroy Metal Mill, Inc. dba McElroy Metal  
 MK-Marlow Company, LLC  
 Morsco Supply LLC dba Morrison Supply  
 Company

Network Cabling Services, Inc.  
 Priority Power  
 Summit Electric Supply  
 Sure Steel - Texas, LP  
 T&D Moravits & Co.  
 Texas AirSystems, LLC  
 Wesley-Thompson Hardware, Inc.

**Significant Competitors:**

Argo Blockchain PLC  
 Bitfarms Technologies Ltd.  
 (fka Blockchain Mining Ltd.)  
 Cipher Mining Inc.  
 CleanSpark, Inc.  
 Greenidge Generation Holdings Inc.  
 Hive Blockchain Technologies Inc.  
 Hut 8 Mining Corp.  
 Iris Energy Ltd.  
 Marathon Digital Holdings, Inc.  
 Mawson Infrastructure Group Inc.  
 Riot Blockchain, Inc.

**Significant Customers and Contract**

**Counterparties:**

1277963 B.C. Ltd dba Bitfield  
 ADQ Financial Services LLC  
 Agricultural Scientific LLC  
 Aidant.ai  
 AJT Trading, LLC  
 Alloy Ventures Management LLC  
 Argo Innovation Labs Inc.  
 AsicXchange Team Inc.  
 Atlas Technology Group LLC  
 Bay Colony Law Center, LLC  
 Bay Online Media  
 Benjamin Rees  
 BEP 888, LLC  
 BEP 999, LLC  
 Bitdeer, Inc.  
 Bit Digital USA, Inc.  
 Bitmain Development Inc.  
 Bitmain Technologies Georgia Limited  
 Bitmaintech PTE LTD  
 Bizmatica Polska JSC  
 Block One Technology  
 Blockcap Inc.  
 Blockchain United Mining Services  
 Blockfusion Technologies  
 Blue Hills Co, LLC  
 Blue Torch Capital LP

Brent Jason Deboer  
 Burdy Technology Limited  
 BW Holdings, LLC  
 CAC Global LLC  
 CCP Credit Acquisition Holdings, L.L.C.  
 Celsius Mining LLC  
 Charles Aram  
 Chris Chiovitti Holdings Inc.  
 Clearly Leasing, LLC  
 Colin Jacobs  
 Colin Smith  
 Compass Mining, Inc.  
 Crypto Garden, Inc.  
 Cumulus Coin LLC  
 DCG Foundry LLC  
 Digifarm Technologies Limited  
 Dreams and Digital, LLC  
 DUS Management Inc.  
 Etcembly Ltd  
 EverData, LLC  
 EZ BlockChain LLC  
 Flourishing Field Limited  
 Gateway Korea Inc.  
 GEM Mining  
 Gilley Enterprises  
 Global Star Holding Co.  
 Goodrose 5009, Inc.  
 Gopher, LLC  
 GPU.ONE  
 Greg Pipho  
 Gryphon Digital Mining, Inc.  
 Hanwha Energy USA Holdings Corporation  
 Henry Ho  
 Hewlett Packard Enterprise Company  
 Hockomock Mining Company  
 Horizon Kinetics  
 Icons8  
 Isoplex Inc.  
 Israel Garcia  
 Jacob McDaniel  
 JAM Mining Corp.  
 JMB Capital Partners Lending, LLC  
 Kaboomracks, Inc.  
 Kalon Investments, LLC  
 Kristy-Leigh Minehan  
 Lake Parime USA Inc.  
 Leon Hadgis  
 LivePerson, Inc.  
 Lonestar Ole Git LLC  
 Luxor Technology Corp

Mark Bordcosh  
Mineority Group  
Mineority Group LLC  
Mississippi Home Development  
N9+, LLC  
New Green Network LLC  
NextEra Energy Capital Holdings  
NFN8 Media, LLC  
Nissan North America, Inc.  
Nomura Corporate Funding Americas, LLC  
North Georgia Data LLC  
NVIDIA Corporation  
Pete Abdo  
Polyphase Capital, LLC  
Poolin Technology Pte. Ltd.  
Pure Storage, Inc.  
Quandefi Opportunities LLC  
Quantum Digital Network Assets, LLC  
Richard Norman  
Rio Verde Holdings Ltd  
River Financial Inc.  
RJW Digital Solutions  
RME Black 100, LLC  
RME Black 200, LLC  
RME Black 88, LLC  
Rodrigo Perusquia  
RPM Balance, Inc.  
Rudy Worrell  
Savage.io  
Seagen Inc.  
Sensika Technologies OOD  
Serge Marin  
Socrates Roxas  
Spring Mud LLC  
Summit Crypto Mining Limited  
Supplybit, LLC  
Tansley Equipment Limited  
Techshop Computers Ltd.  
Teslawatt  
The Allen Institute for Artificial Intelligence  
Timeless Digital Corp.  
T-Mobile USA, Inc.  
Tomek Group, LLC  
Tony Grijalva  
TYMIF Coin Ventures, LLC  
Union Jack, LLC  
UnitX  
US Digital Mining and Hosting Co., LLC  
Vaerus Mining SPV2 LLC  
VCV Power Mining Alpha LLC

William McCarter

*\* Certain Other Contract Counterparties of a  
Confidential Nature*

**Significant Shareholders (more than 5% of  
equity):**

Darin Feinstein  
Michael J. Levitt  
MPM Life LLC

**Significant Vendors/Suppliers:**

1872 Consulting LLC  
2012Exxact Corporation  
5Fastenation Inc.  
5STAR5 INC  
Abu Dhabi Ports Company PJSC – KIZAD  
Accent Awnings Inc.  
Adaptive Insights LLC  
Advanced Business Equipment  
Agility Logistics Corp  
Agora NW LLC  
AIM Summit FZE  
Aircraft Services Group Inc.  
Airflow Sciences Corporation  
Alation, Inc.  
Albacross Nordic AB  
Alfa Internationals Logistics Inc.  
Aliexpress  
Alliance Funding Group  
Allied Steel Buildings Inc.  
Allstream  
Alpha Miner LLC  
Alpha Vertical Inc.  
Alston and Bird LLP  
Alteryx Inc.  
American Registry for Internet Numbers Ltd  
Americord  
Ameri-Dedicated Inc.  
Andrew Ferraro  
Angel Bejarano Borrega  
Aon Consulting Inc.  
AON Risk Insurance Services West Inc.  
Applied Scale Technology  
ARIBA INC  
Armstrong Moving Solutions San Antonio LLC  
Arrow Exterminators  
Arrowfish Consulting  
Atlantic Trailer Leasing & Sales, LLC  
Atlas Mining  
Atrio Inc.  
AvTech Capital LLC

Bandy Transport Company	Ciemat
Barnhart Crane and Rigging Co	CIOReview
Beacon Building Products	Circular Technologies Inc.
Bearcom	Cision US Inc.
Belyea Company Inc.	Citadel Securities Corp Solutions
Benton Electric Supply Inc.	City Electric Supply
Bernard Klopfer	City of Bellevue - Tax Division
Better IT Solutions LLC	Cleerline Technology Group LLC
Big Ass Fans	Cloudflare Inc.
Bigbee Steel Buildings Inc.	CNA Insurance
Bigeye, Inc.	Cohen and Company LTD
Bitmain Development Inc.	Coin Center Inc.
Bitmain Technologies Limited	Coinbase Inc.
Bitwave	Coindesk Inc.
Black Box Network Services Inc.	Colo Properties Atlanta LLC
Blackline Safety Corp	Color Scapes Landscaping, Inc.
Blackpearl Management and Human Resource Consulting LLC	Commercial Acoustics
Blakes Cassels and Graydon LLP	Common Desk Austin LLC
Blockchain Association	Compensation Advisory Partners, LLC
Blue Cross Blue Shield of Texas	Comware
Bring Light and Sound LLC	ConGlobal Industries LLC
Broadridge ICS	Consero Global Solutions LLC
BTC Media	Consilio LLC
Building Image Group, Inc.	Constellation New Energy, Inc.
Built In Inc.	Container Monster LLC
Bureau Van Dijk Electronic Publishing Inc.	Convergint Technologies LLC
Business Wire Inc.	CoreWeave Inc.
BWS Acoustics	Covert Chrysler Dodge Jeep Ram
Calloway County Board of Education	Crescendo Collective LLC
Calvert Cafe LLC	Crestline Solutions LLC
Calvert City Municipal Water and Sewer	Critical Components Inc.
Canaan Convey Co Ltd	Crystal Caverns Spring Water LLC
Capital City Public Affairs LLC	Cunningham Golf and Utility Vehicles
Capxon Electronics Shenzhen Co Ltd	Cusip Global Services
Carolina Utility Customers Association	D16 LLC
Carpet Capital Fire Protection Inc.	Dakota Fire Protection Inc.
Carpet Capital Multi-System Inc.	Dalton Fence Company
CCR Corp	Dalton Service Inc.
CDW Direct	Databricks, Inc.
CDW Middle East FZ LLC	Datasite LLC
CenturyLink	David Herrington
Cesar Gomez Martin	Davis Wright Tremaine LLP
CFS Containers	Denton Chamber of Commerce Inc.
Chamber of Digital Commerce	Dentons Canada LLP
Chapeau!	DHL Express (USA) Inc.
Cherokee County Health Department	DigiCert Inc.
Cherokee Well Drilling	Digi-key
Chroma System Solutions, Inc.	Digital Asset Services Ltd
Chubb	Digital London Ltd
	Digital Mountain Inc.



Dillon Eldridge  
 Distributed Ledger Inc.  
 Dockery Auto Parts  
 Dockzilla Co  
 Docusign Inc.  
 Dongguan Fa Site Electronic Technology Co  
 Ltd  
 Donnelley Financial Solutions  
 DSV Air and Sea Inc.  
 Eagle Promotions  
 Eaton Corporation  
 eCapital Advisors LLC  
 Elasticsearch Inc.  
 Electra Link Inc.  
 Electric Power Engineers Inc.  
 Electrical Com  
 Elite Electric Company LLC  
 Employer Solutions Resources LLC  
 Engineered Fluids, Inc.  
 EPIC ASIC Asia Limited  
 Equisolve Inc  
 ERI Economic Research Institute Inc.  
 Ernest Industries Inc.  
 Esteban LaSalle  
 EvoTek  
 Farm & Ranch Construction, LLC  
 Farming with Stephanie LLC  
 Fastenal Company  
 Federico Bohn  
 FedEx  
 Felker Construction Company Inc.  
 Fernando Manuel Sierra Pajuelo  
 Fidelity Investments Institutional Operations  
 Company LLC  
 Financial Accounting Standards  
 Board/Governmental Accounting Standards  
 Board  
 FINRA  
 Fireblocks Inc.  
 First Insurance Funding  
 First National Capital LLC  
 First-Line Fire Extinguisher Company  
 Flexential Colorado Corp  
 FlowTx  
 ForensisGroup Inc.  
 Forks Landscaping LLC  
 Forum Communications Company  
 Foshan Dilue Supply Chain Mgmt. Co Ltd  
 Franchise Tax Board  
 Free Transportation LLC

FreightEx Logistics LLC  
 Frontline Shredding Inc.  
 Frost Brown Todd Attorneys LLC  
 FS.Com Inc.  
 FXSA  
 G.I. Joe Landscaping, LLC  
 Gagnon & Miceli Freight Inc.  
 Genesis Custody Limited  
 Gibson and Associates Inc.  
 Gilmore Kramer Co  
 GitHub Inc.  
 Glaze Supply Company Inc.  
 Goldstein and Lee PC  
 GoodHire  
 Goodway Group Inc.  
 Google LLC  
 Grand Forks Utility Billing  
 Great Sports Inc.  
 Greatland Corporation  
 Green Business Certification, Inc.  
 Greenhouse Software Inc.  
 GreensLedge Capital Markets LLC  
 Greyline Partners LLC  
 Griffin C Simerly  
 Guardian Life  
 Gustavo Melo Belfort  
 Hamin Kang  
 Hannig Row Partnership  
 Harper Construction Company, Inc.  
 Heapy  
 Hill and Wilkinson Construction Group Ltd  
 HM Tech LLC  
 Holland LLC  
 Holloway Updike and Bellen Inc.  
 HubSpot Inc.  
 Hudson Incentives Inc.  
 Hughes Electric Paint & Supplies  
 Human Rights Foundation  
 Hurricane Electric LLC  
 Hutchins Pallet Service, Inc.  
 Hutchison and Steffen PLLC  
 ICE Systems, Inc.  
 ICI Mechanical LLC  
 ICS Inc.  
 IDC Research Inc.  
 INE  
 Integrated Networking Technologies LLC  
 Integrity Door Solutions LLC  
 Intralinks, Inc.  
 Ironclad Inc.

Jackie L Bryan  
 Javier Lazaro Jareno  
 JBM Office Solutions  
 JCL Energy LLC  
 Joaquin Pablo Gonzalez  
 Jobot  
 John Furner  
 Jonathan Barrett 2012 Irrevocable Trust dated  
 May 31 2012  
 Juan Jose Galan Lopez  
 K and E Lawn Service LLC  
 Katz Marshall and Banks LLP  
 Keith Larry Watkins  
 Kenco Material Handling Solutions LLC  
 Kentucky Cabinet for Economic Development  
 Kesco Air Inc.  
 Kilpatrick Townsend and Stockton LLP  
 King Ford  
 Kings Road RV Park LLC  
 Know Agency  
 KnowBe4 Inc.  
 Labor Finders  
 Lake Effect Traffic LLC  
 Lancaster Safety Consulting, Inc.  
 Landstar Ranger Inc.  
 Lane Powell PC  
 LANshack Com  
 Larry Ledford  
 Lenz LLC  
 Level 3 Communications LLC  
 LHC Capital Partners Inc.  
 LHH Recruitment Solutions  
 LinkedIn Corporation  
 LiveView Technologies Inc.  
 Lockton Insurance Brokers LLC  
 Logistica CryptoMining Repair LLC  
 LRN Corporation  
 Lukka Inc.  
 M & S Patterson, Inc.  
 Manley Four Little Pigs Inc.  
 Manning Land LLC  
 Marco Technologies LLC  
 Marshall County Battery and Golf Carts Inc.  
 Marshall County Tax Administrator  
 McMaster-Carr  
 MDSI Inc.  
 Mediant Communications Inc.  
 Megaport USA Inc.  
 Meridian Equipment Finance LLC  
 Michael Cruz

Microsoft Azure  
 Mike Darling Films  
 Miller Griffin and Marks PSC  
 Mindset  
 Mission Critical Facilities International, Inc.  
 MJDII Architects Inc.  
 MNP LLP  
 Mobile Modular Portable Storage  
 Monnit Corporation  
 Monoprice Inc.  
 M-RETS  
 MSC Industrial Supply Co.  
 Murphy and Grantland PA  
 Murtco Inc.  
 Muskogee City-County Port Authority  
 Mustache Creative Studio  
 Nancy C Sayers  
 Nanning Dinggao Tech Limited  
 National Association of Corp Directors  
 Neeraj Agrawal  
 Next Level Valet LLC  
 NextLevel  
 nference, Inc.  
 Nicolas Carter  
 Office of State Tax Commissioner  
 Oklahoma Gas and Electric Company  
 Oklahoma Tax Commission  
 Okta Inc.  
 Old Dominion Freight Line Inc.  
 Old Republic National Title Ins. Co  
 Omeir Cargo LLC  
 Oncor Electric Delivery Company LLC  
 Onestopmining Technologies Limited  
 Onin Staffing, LLC  
 OnlineComponents.com  
 Oracle Capital LLC  
 Orange Computers  
 ORGDEV Limited  
 Overhead Door Company of Clayton/Overhead  
 Door Company of Tri State  
 Parker Lynch  
 Paulo Roberto Pereira de Souza Filho  
 Pax ADR LLC  
 Paycom Payroll LLC  
 PeopleReady Inc.  
 Pepsi MidAmerica  
 Petter Business Systems  
 Pioneer Abstract and Title Co of Muskogee Inc.  
 Plant Tours Communications Company  
 Platinum Platypus Inc.



Premier Fire and Security Inc.  
 Prime Mowing and Property Management LLC  
 Pure Water Technology of the Tri State Area  
 LLC  
 Pye-Barker Fire and Safety LLC  
 Q4 Inc.  
 Quality Water Financial LLC  
 Quik Print of Austin Inc.  
 Rack and Shelving Consultants  
 Radiant PPC LLC  
 Raymond Pope  
 RBI USA Customs Services LLC  
 RC Ventures Inc.  
 Recycling Equipment Corporation  
 Red Moon 88 LLC  
 Reffett Associates  
 Regents Capital Corporation  
 Reliance Telephone Systems  
 Rezvani Mining LLC  
 Robson Forensic Inc.  
 Rockwell Automation Inc.  
 Roman Krasiuk  
 Ruric Inc.  
 SafetySkills LLC  
 SAGE Capital Investments, LLC  
 Salary.com LLC  
 Salesforce.com, Inc.  
 Say Technologies LLC  
 Scott Malewig  
 Sebastian Javier Marconi  
 Sharp Business Systems  
 Sharpertek  
 Shermco Industries, Inc.  
 Silver Fox Productions Inc.  
 Silverpeak Special Situations Lending LP  
 Slack Technologies LLC  
 Smartsheet Inc.  
 Smoky Mountain BBQ Company LLC  
 Solomon Corporation  
 Southeastern System Services Inc.  
 Southern Cargo LLC  
 Spectrum Business  
 SpectrumVoIP Inc.  
 Spotless Cleaning  
 Stafftax Financial LLC  
 Standby Service Solutions LLC  
 State of Tennessee Department of Revenue  
 Stone Tower Air LLC  
 Summit Energy Services Inc.  
 Summit Funding Group Inc.

Sunny Shah  
 Sunnyside Consulting and Holdings Inc.  
 SunValley Electric Supply  
 SuperAcme Technology Hong Kong LTD  
 Susan Oh Communications  
 Synopsys Inc  
 Synovus Bank  
 Tag Resources LLC  
 Tangent Energy Solutions Inc.  
 Tango Lima, LP  
 Tax Executives Institute Inc.  
 TDIndustries Inc.  
 Teague Nall and Perkins Inc.  
 Technijian Inc.  
 Technology Navigators LLC  
 TechSource Global LLC  
 Telecom Site Solutions LLC  
 Telfi LLC  
 Telles Global Consulting Inc.  
 Temps Plus Inc.  
 Tenaska Power Services Co  
 Tenet Solutions  
 Tennessee Valley Industrial Committee  
 Texas Blockchain Council  
 Texas Workforce Commission  
 The Coindad LLC  
 The Crown Restaurant  
 The MacLellan  
 The Specialty Company - TSC  
 The Treadstone Group Inc.  
 Thomson Reuters Tax and Accounting  
 checkpoint  
 Thycotic Software LLC  
 Time Warner Cable  
 Top Imprint Limited  
 Tor Naerheim Brand Design LLC  
 Total Quality Logistics LLC  
 Tower Direct  
 Trace3 LLC  
 TRACS Manufacturing LLC  
 Tractor and Palm Inc.  
 Travis Asphalt  
 Triangle Enterprises, Inc.  
 Trilogy LLC  
 TriNet COBRA  
 Trinity Risk Solutions LLC  
 True North Data Solutions US Inc.  
 TXU Energy Retail Company LLC  
 TY Properties  
 U line

United Capital Partners  
 United Rentals North America Inc  
 United Rentals North America Inc.  
 University of California, San Diego  
 UPS Supply Chain Solutions Inc.  
 Upstate Containers LLC  
 Validus Power Corp  
 Vandco Equipment  
 VCheck Global LLC  
 Veriedge LLC  
 Veritext LLC  
 Vesco Toyota Lift  
 VMS Security Cloud Inc.  
 Volt Management Corp  
 Wachsmann PR LLC  
 Waste Disposal Solutions Inc.  
 Waterlogic Americas LLC  
 Wells and West Inc.  
 WEX Health Inc.  
 Whitfield Electric Motor Sales & Service, Inc.  
 Whitney J Beauxis  
 Widseth Smith Nolting and Associates, Inc.  
 Williams Farm LLC  
 Williams Marston LLC  
 Wilson Built Fab Shop  
 Workplace Solutions Inc.  
 Young MFG Inc.  
 Zendesk Inc.  
 Zeus Mining Co Ltd  
 Zimney Foster PC  
 Ziply Fiber  
 Zoom Video Communications Inc.  
 ZoomInfo Technologies

**Taxing Authorities:**

Austin, TX Lease - existing office (Worksmith)  
 Austin, TX Lease - new office (Riversouth)  
 California Franchise Tax Board  
 Cedarvale, TX  
 Cherokee County Tax Collector (NC)  
 City of Calvert City (Calvert City, KY)  
 City of Denton, TX  
 Colorado Department of Revenue  
 Dalton-Whitfield Joint Development Authority;  
     Carl Campbell, Executive Director  
 Eddie McGuire, Marshall County Sheriff  
     (Benton, KY)  
 Georgia Department of Revenue  
 Internal Revenue Service

Jobe Ranch Family Limited Partnership, Lessor  
     (11/15/2021)  
 Kentucky Department of Revenue  
 Kentucky State Treasurer  
 King County Assessor (Seattle, WA)  
 Marshall County (Kentucky) Department of  
     Revenue  
 Minnkota Power Cooperative  
 ND Office of State Tax Commissioner  
 North Carolina Department of Revenue  
 North Dakota Department of Revenue  
 North Dakota Office of State Tax Commissioner  
 Oklahoma Department of Revenue  
 State of Delaware - Division of Corporations  
 Tennessee Department of Revenue  
 Tennessee Valley Authority - Economic  
     Development - Thomas Buehler (Calvert  
     City)  
 Texas Comptroller / Texas Comptroller - Sales  
     & Use Tax  
 Travis County, TX (Austin, TX HQ)  
 US Customs and Border Protection  
 Ward County Assessor (TX)  
 Whitfield County Board of Assessors (Dalton,  
     GA)

**U.S. Attorney's Office for Southern District  
 of Texas:**

Jennifer Lowery

**UCC Search Results/UCC Lien Search  
 Results:**

ACM ELF ST LLC  
 Anchorage Lending CA, LLC  
 Arctos Credit, LLC  
 Bank Financial  
 Barings BDC, Inc.  
 Barings Capital Investment Corporation  
 Barings Private Credit Corp.  
 BEAM Concrete Construction, Inc.  
 C T Corporation System, as Representative  
 Celsius Networks Lending LLC  
 CIT Bank, N.A.  
 CM TFS LLC  
 ComNet Communications, LLC  
 Consolidated Electrical Distributors, Inc. dba  
     Sun Valley Electric Supply  
 Contech Construction  
 Contech, Inc.  
 Convergent Technologies LLC

Coonrod Electric Co, LLC  
Corporation Service Company  
Dell Financial Services L.L.C.  
Elliot Electric Supply, Inc.  
GARIC INC.  
GARIC, INC.  
Gaylor Electric, Inc. d/b/a Gaylor, Inc.  
Graybar Electric Company Inc.  
Graybar Electric Company, Inc.  
Housley Communications, Inc.  
Huband-Mantor Construction Inc.  
Humphrey & Associates, Inc.  
Humprey & Associates, Inc.  
Imperial Fire Protection, LLC  
Indigo Commercial Funding, LLC  
LML Services dba FlowTx  
Maddox Industrial Transformer LLC  
MassMutual Asset Finance LLC  
McCarthy Building Companies Inc.  
McCarthy Building Companies, Inc.  
McCorvey Sheet Metal Works, LP  
McElroy Metal Mill, Inc. dba McElroy Metal  
MK Marlow Company, LLC  
Morsco Supply LLC dba Morrison Supply  
Company  
Network Cabling Services, Inc.  
North Mill Credit Trust  
NYDIG ABL LLC  
Power & Digital Infrastructure Corp.  
Priority Power  
Silverpeak Credit Partners LP, as Collateral  
Agent  
Stonebriar Commercial Finance LLC  
Stonebriar Finance Holdings LLC  
Summit Electric Supply  
Sure Steel - Texas, LP  
T&D Moravits & Co.  
TCF National Bank  
Texas AirSystems, LLC  
Toyota Industries Commercial Finance, Inc.  
VFSOX, LLC  
Way Mechanical  
Wesley-Thompson Hardware, Inc.  
XPDI Merger SUB, Inc.

**Unions:**

N/A

**United States Trustee and Staff for Southern  
District of Texas:**

Alethea Caluza  
Alicia Barcomb  
Brian Henault  
Christopher R. Travis  
Christy Simmons  
Clarissa Waxton  
Glenn Otto  
Gwen Smith  
Ha Nguyen  
Hector Duran  
Ivette Gerhard  
Jana Whitworth  
Jayson B. Ruff  
Kevin M. Epstein  
Linda Motton  
Luci Johnson-Davis  
Millie Aponte Sall  
Patricia Schmidt  
S. Michele Cox  
Stephen Statham  
Steven Whitehurst  
Valerie Goodwin  
Yasmine Rivera

**Utility Providers/Utility Brokers:**

Alpha Waste  
BalsamWest Fiber Net  
Calvert City Hall (Kentucky)  
Carolina Recycling  
CenturyLink  
Charter Communications, Inc. (dba Spectrum)  
Cogent Communications  
Countrywide Sanitation Co  
Dakota Carrier Network  
Dalton Utilities  
Dellcom (Dell Telephone)  
Denton Municipal Electric  
Dialog Telecommunications  
Digital Realty  
Dobson Fiber  
Duke Energy  
Duke Energy Carolinas  
Duke Energy Carolinas, LLC  
Frontier Communications  
GlobalGig  
Internal/Resound Networks  
Level 3 Communications LLC  
Logix Fiber Networks

Lumen/CenturyLink  
Marble Community  
Murphy Electric Power Board  
NODAK Electric Cooperative  
Optilink  
Regional Waste  
Resound Networks  
Shell Energy Solutions  
Starlink  
TanMar Rentals, LLC  
Tennessee Valley Authority  
Time Warner Cable  
Windstream Communications  
Xcel Energy, Inc.

**Schedule 2**

**Former Clients / Current Clients**

US Bank National Association  
Blue Cross Blue Shield Tx  
Duke Energy  
Equipment Depot  
HERC Rentals  
Bank of the West  
De Lage Landen Financial Services  
Surplus Lines Ins. Co.  
Frontier Communications  
Starlink  
Synovus Bank  
Bank of the West  
Deloitte & Touche, LLP  
Bank of America  
Aetna Life Insurance  
Guardian Industries  
First Guardian Group  
Aetna Life Insurance Co.  
Bank of the West  
Bank of America  
Bank of America -FUBI  
City National Bank  
Cogent Communications  
Texas Bank and Trust  
TDinstries  
Independent Bank  
Kneeland Youngblood